

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>				1. Contract ID Code Firm-Fixed-Price		Page 1 Of 11	
2. Amendment/Modification No.  03		3. Effective Date  2004SEP27		4. Requisition/Purchase Req No.  SEE SCHEDULE		5. Project No. (If applicable)	
6. Issued By TACOM WARREN AMSTA-AQ-ATBC JOSEPH K. SMITH (586)574-6377 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: SMITHJOE@TACOM.ARMY.MIL		Code W56HZV		7. Administered By (If other than Item 6) DCMA SEATTLE CORPORATE CAMPUS EAST III 3009 112TH AVE., NE, SUITE 200 BELLEVUE WA 98004-8019		Code S4801A	
				SCD C PAS NONE ADP PT HQ0339			
8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code)  FREIGHTLINER LLC 4747 N. CHANNEL AVE PORTLAND, OR. 97217   TYPE BUSINESS: Large Business Performing in U.S.				<input type="checkbox"/>		9A. Amendment Of Solicitation No.	
				<input type="checkbox"/>		9B. Dated (See Item 11)	
				<input checked="" type="checkbox"/>		10A. Modification Of Contract/Order No. DAAE07-00-D-S022/0035	
				<input type="checkbox"/>		10B. Dated (See Item 13) 2004APR28	
Code 64678		Facility Code					
<b>11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS</b>							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing items 8 and 15, and returning _____ copies of the amendments: (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. <b>FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER.</b> If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
12. Accounting And Appropriation Data (If required) ACRN: AB NET INCREASE: \$156,621.96							
<b>13. THIS ITEM ONLY APPLIES TO MODIFICATIONS OF CONTRACTS/ORDERS</b>							
KIND MOD CODE: G It Modifies The Contract/Order No. As Described In Item 14.							
<input type="checkbox"/>		A. This Change Order is Issued Pursuant To: The Contract/Order No. In Item 10A.				The Changes Set Forth In Item 14 Are Made In	
<input type="checkbox"/>		B. The Above Numbered Contract/Order Is Modified To Reflect The Administrative Changes (such as changes in paying office, appropriation data, etc.) Set Forth In Item 14, Pursuant To The Authority of FAR 43.103(b).					
<input checked="" type="checkbox"/>		C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of: Mutual agreement of the parties					
<input type="checkbox"/>		D. Other (Specify type of modification and authority)					
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return _____ copies to the Issuing Office.							
14. Description Of Amendment/Modification (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)  SEE SECOND PAGE FOR DESCRIPTION							
15A. Name And Title Of Signer (Type or print)				16A. Name And Title Of Contracting Officer (Type or print) GLORIA MCCracken MCCRACKG@TACOM.ARMY.MIL (586)574-6524			
15B. Contractor/Offeror  _____ (Signature of person authorized to sign)		15C. Date Signed		16B. United States Of America  By _____ /SIGNED/ (Signature of Contracting Officer)		16C. Date Signed  2004SEP27	
NSN 7540-01-152-8070 PREVIOUS EDITIONS UNUSABLE				30-105-02		STANDARD FORM 30 (REV. 10-83) Prescribed by GSA FAR (48 CFR) 53.243	

Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

<b>CONTINUATION SHEET</b>	<b>Reference No. of Document Being Continued</b> <b>PIIN/SIIN</b> DAAE07-00-D-S022/0035 <b>MOD/AMD</b> 03	<b>Page</b> 2 <b>of</b> 11
<b>Name of Offeror or Contractor:</b> FREIGHTLINER LLC		

SECTION A - SUPPLEMENTAL INFORMATION  
The purpose of Modification 03 to Delivery Order 0035 is:

1. To add Federal Retail Excise Tax (FRET) to the 12 each M915A3 Truck Tractors on CLIN 0001AB.
2. The FRET for the 12 each M915A3 Truck Tractors on CLIN 0001AB is paid for by the addition of CLIN 0002AA to the delivery order, in the amount of \$156,621.96, (\$13,051.83 x 12 = \$156,621.96). The Government QAR upon inspection/acceptance of the vehicles on CLIN 0001AB, is to sign the inspection/acceptance for the related FRET on CLIN 0002AA.
3. The shipping instructions for CLIN 0001AA is changed to delete the requirement of 5 each on DNRC 007 to Ft. Leonard Wood, MO. New shipping instructions will be provided at a later date.
4. The shipping instructions for CLIN 0001AB is changed to delete both the 6 each on DNRC 003 to Ft. Buchanan, Puerto Rico and the 6 each on DNRC 004 to Ft. Buchanan, Puerto Rico. New shipping instructions will be provided at a later date.
5. This modification also corrects the part number of the tires that will be provided for the 12 each M915A3s on CLIN 0001AB. Michelin XZY-3, size 11R22.5, Load Range H, Michelin Catalogue Number 80927 replaces the Michelin Tire P/N XZY-2 previously specified for these vehicles. The attached Engineering Release Letter Revision No. 2 (Customer: USAR) to ATPD 2286 dated September 15, 2004 specifies this change.
6. As a result of this modification, the total amount of Delivery Order 0035 is increased by \$156,621.96 from \$6,732,030.60 to \$6,888,652.56. All other terms and conditions remain the same.

\*\*\* END OF NARRATIVE A 004 \*\*\*

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS				
0001	NSN: 2320-01-432-4847 SECURITY CLASS: Unclassified				
0001AA	PRODUCTION QUANTITY  NOUN: M915A3 TRUCK TRACTOR PRON: P242D403J6      PRON AMD: 10      ACRN: AA AMS CD: 10100700000 CUSTOMER ORDER NO: W81E684098K007  Reference CLIN 44000AA w/FRET of basic contract.  The unit price includes a shipping price of \$1,050.00.  The unit price is reduced by \$44.62 from \$120,093.33 to \$120,048.71. This decrease is due to the addition of VECF VE03-0011, entitled "Blackout Drive Light" to these 39 vehicles. (Modification 01)  The quantity of CLIN 0001AA was decreased by 24 each from 48 each to 24 each by Modification 02. The 24 each formerly on CLIN 0001AA are now set forth at CLIN 0001AC.  (End of narrative B001)  <u>Packaging and Marking</u>  <u>Inspection and Acceptance</u> INSPECTION: Origin      ACCEPTANCE: Origin  <u>Deliveries or Performance</u> DOC                          SUPPL <u>REL CD</u> <u>MILSTRIP</u> <u>ADDR</u> <u>SIG CD</u> <u>MARK FOR</u> <u>TP CD</u> 001   W56HZW4112S204   Y00000    M                 3 <u>PROJ CD</u> <u>BRK BLK PT</u> IU2 <u>DEL REL CD</u> <u>QUANTITY</u> <u>DEL DATE</u> 001                    3                    31-DEC-2004  FOB POINT: Destination  SHIP TO: <u>PARCEL POST ADDRESS</u> (Y00000)    SHIPPING INSTRUCTIONS FOR CONSIGNEE (SHIP-TO) WILL BE FURNISHED PRIOR TO THE SCHEDULED DELIVERY DATE FOR ITEMS REQUIRED UNDER THIS REQUISITION.  <u>CONTRACT/DELIVERY ORDER NUMBER</u>	24	EA	\$ 120,048.71000	\$ 2,881,169.04

**Name of Offeror or Contractor:** FREIGHTLINER LLC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT																																																
	<div>DAAE07-00-D-S022/0035</div> <div>DOC SUPPL</div> <table><tr><td>REL CD</td><td>MILSTRIP</td><td>ADDR</td><td>SIG CD</td><td>MARK FOR</td><td>TP CD</td></tr><tr><td>005</td><td>W56HZW4112S204D</td><td>W55SFU</td><td>M</td><td>WZPNAA</td><td>3</td></tr><tr><td></td><td>PROJ CD</td><td>BRK BLK PT</td><td></td><td></td><td></td></tr></table> <div>IU2</div> <table><tr><td>DEL REL CD</td><td>QUANTITY</td><td>DEL DATE</td></tr><tr><td>001</td><td>16</td><td>31-DEC-2004</td></tr></table> <div>FOB POINT: Destination</div> <div>SHIP TO: <u>PARCEL POST ADDRESS</u></div> <div>(W55SFU) PR W0FT ECS 33 FT RILEY KS</div> <div>BLDG 1470 RANGE ROAD</div> <div>FORT RILEY KS 66442-2408</div> <div>MARK FOR: <u>CONTRACT/DELIVERY ORDER NUMBER</u></div> <div>DAAE07-00-D-S022/0035</div> <div>DOC SUPPL</div> <table><tr><td>REL CD</td><td>MILSTRIP</td><td>ADDR</td><td>SIG CD</td><td>MARK FOR</td><td>TP CD</td></tr><tr><td>007</td><td>W56HZW4112S204F</td><td>Y00000</td><td>M</td><td>999999</td><td>3</td></tr><tr><td></td><td>PROJ CD</td><td>BRK BLK PT</td><td></td><td></td><td></td></tr></table> <div>IU2</div> <table><tr><td>DEL REL CD</td><td>QUANTITY</td><td>DEL DATE</td></tr><tr><td>001</td><td>5</td><td>31-DEC-2004</td></tr></table> <div>FOB POINT: Destination</div> <div>SHIP TO: <u>PARCEL POST ADDRESS</u></div> <div>(Y00000) SHIPPING INSTRUCTIONS FOR CONSIGNEE</div> <div>(SHIP-TO) WILL BE FURNISHED PRIOR</div> <div>TO THE SCHEDULED DELIVERY DATE FOR</div> <div>ITEMS REQUIRED UNDER THIS</div> <div>REQUISITION.</div> <div>MARK FOR: THIS ADDRESS IS ADDED TO THE</div> <div>FILE/DOCUMENT/DISTRIBUTION LIST</div> <div>FOR TEST PURPOSES ONLY. 999999-1</div> <div><u>CONTRACT/DELIVERY ORDER NUMBER</u></div> <div>DAAE07-00-D-S022/0035</div> <div>DOC REL CD 001</div> <div>DOC REL CD 005</div> <div>POC: Mr. Larry Gruber, (785) 239-6955</div> <div>MARK FOR: 482 TRANS CO, UIC: WZPNAA</div> <div>DOC REL CD 007</div> <div>(End of narrative F001)</div>	REL CD	MILSTRIP	ADDR	SIG CD	MARK FOR	TP CD	005	W56HZW4112S204D	W55SFU	M	WZPNAA	3		PROJ CD	BRK BLK PT				DEL REL CD	QUANTITY	DEL DATE	001	16	31-DEC-2004	REL CD	MILSTRIP	ADDR	SIG CD	MARK FOR	TP CD	007	W56HZW4112S204F	Y00000	M	999999	3		PROJ CD	BRK BLK PT				DEL REL CD	QUANTITY	DEL DATE	001	5	31-DEC-2004				
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Name of Offeror or Contractor: FREIGHTLINER LLC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN DAAE07-00-D-S022/0035 MOD/AMD 03	Page 6 of 11
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Name of Offeror or Contractor: FREIGHTLINER LLC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001AB	<p><u>PRODUCTION QUANTITY</u></p> <p>12</p> <p>NOUN: M915A3 TRUCK TRACTOR PRON: P242D403J6 PRON AMD: 10 ACRN: AA AMS CD: 10100700000 CUSTOMER ORDER NO: W81E684098K007</p> <p>Reference CLIN 44000AA with FRET of basic contract. FRET paid for these vehicles on CLIN 0002AA (Mod 03).</p> <p>The unit price includes a shipping price of \$1,050.00</p> <p>These 12 trucks are to be equipped with Michelin Tire XZY-3 tires in accordance with Engineering Release Letter (ERL) Revision No. 2 (Customer; USAR) to ATPD 2286 dated September 15, 2004. (Changed by Modification 03).</p> <p>These tires are required to support the Laundry Advanced Systems (LADS).</p> <p>The unit price is reduced by \$39.67 from \$107,343.44 to \$107,303.77. This decrease is due to the addition of VECF VE03-0011, entitled "Blackout Drive Light" to these 12 vehicles. (Modification 01)</p> <p>(End of narrative B001)</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u></p> <p>DOC SUPPL <u>REL CD</u> <u>MILSTRIP</u> <u>ADDR</u> <u>SIG CD</u> <u>MARK FOR</u> <u>TP CD</u> 003 DELETED</p> <p>DOC SUPPL <u>REL CD</u> <u>MILSTRIP</u> <u>ADDR</u> <u>SIG CD</u> <u>MARK FOR</u> <u>TP CD</u> 004 DELETED</p> <p>DOC SUPPL <u>REL CD</u> <u>MILSTRIP</u> <u>ADDR</u> <u>SIG CD</u> <u>MARK FOR</u> <u>TP CD</u> 008 W56HZW4112S204G Y00000 M 3 <u>PROJ CD</u> <u>BRK BLK PT</u> IU2</p> <p><u>DEL REL CD</u> <u>QUANTITY</u> <u>DEL DATE</u> 001 12 31-DEC-2004</p> <p>FOB POINT: Destination</p> <p>SHIP TO: <u>PARCEL POST ADDRESS</u> (Y00000) SHIPPING INSTRUCTIONS FOR CONSIGNEE</p>	12	EA	\$ 107,303.77000	\$ 1,287,645.24

Name of Offeror or Contractor: FREIGHTLINER LLC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p>(SHIP-TO) WILL BE FURNISHED PRIOR TO THE SCHEDULED DELIVERY DATE FOR ITEMS REQUIRED UNDER THIS REQUISITION.</p> <p><u>CONTRACT/DELIVERY ORDER NUMBER</u> DAAE07-00-D-S022/0035</p> <p>DOC REL CD 008:</p> <p>(End of narrative F001)</p>				

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN DAAE07-00-D-S022/0035 MOD/AMD 03	Page 8 of 11
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Name of Offeror or Contractor: FREIGHTLINER LLC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001AC	<p><u>PRODUCTION QUANTITY</u></p> <p>24</p> <p>NOUN: M915A3 TRUCK TRACTORS PRON: P242D403J6 PRON AMD: 10 ACRN: AA AMS CD: 10100700000 CUSTOMER ORDER NO: W81E684098K007</p> <p>Reference CLIN 44000AA without FRET of basic Contract.</p> <p>The unit price includes a shipping price of \$1,050.00</p> <p>This CLIN was added to the delivery order by Mod 02.</p> <p>The unit price is reduced by \$39.67 from \$106,840.35 to \$106,800.68. This decrease is due to the addition of VECF VE03-0011, entitled "Blackout Drive Light" to these 9 vehicles.</p> <p>(End of narrative B001)</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DOC SUPPL <u>REL CD MILSTRIP ADDR SIG CD MARK FOR TP CD</u> 002 W56HZW4112S204A W81X89 M 3 <u>PROJ CD BRK BLK PT</u> IU2 <u>DEL REL CD QUANTITY DEL DATE</u> 001 9 31-DEC-2004</p> <p>FOB POINT: Destination</p> <p>SHIP TO: <u>PARCEL POST ADDRESS</u> (W81X89) SU W0DA COMBAT EQUIP BASE AFLOAT WHOLESALE ACCT 103 GUIDANCE ROAD BLDG 317 GOOSE CREEK SC 29445-6060</p> <p><u>CONTRACT/DELIVERY ORDER NUMBER</u> DAAE07-00-D-S022/0035</p> <p>DOC SUPPL <u>REL CD MILSTRIP ADDR SIG CD MARK FOR TP CD</u> 006 W56HZW4112S204E W81X89 M 3 <u>PROJ CD BRK BLK PT</u> IU2 <u>DEL REL CD QUANTITY DEL DATE</u> 001 15 31-DEC-2004</p>	24	EA	\$ 106,800.68000	\$ 2,563,216.32



Name of Offeror or Contractor: FREIGHTLINER LLC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p>FOB POINT: Destination</p> <p>SHIP TO: <u>PARCEL POST ADDRESS</u> (W81X89) SU W0DA COMBAT EQUIP BASE AFLOAT WHOLESALE ACCT 103 GUIDANCE ROAD BLDG 317 GOOSE CREEK SC 29445-6060</p> <p><u>CONTRACT/DELIVERY ORDER NUMBER</u> DAAE07-00-D-S022/0035</p> <p>DOC REL CDS 002, 006:</p> <p>Mark For: CS Guam/Saipan, UIC: WMOCOA</p> <p>POCs: Ralph Green, Accountable Officer (843) 574-8822; DSN: 794-8822</p> <p>Toni Motte, Transportation Officer (843) 574-8708; DSN: 794-8708</p> <p>(End of narrative F001)</p>				

Name of Offeror or Contractor: FREIGHTLINER LLC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0002	SECURITY CLASS: Unclassified				
0002AA	<div>SERVICES LINE ITEM</div> <div>NOUN: FRET COSTS (CLIN 0001AB) PRON: J642D562J6 PRON AMD: 01 ACRN: AB AMS CD: 51108385010</div> <div>This CLIN pays for the FRET on CLIN 0001AB.</div> <div>The per vehicle amount of FRET on CLIN 0001AB is \$13,051.83. The total amount of FRET for all 12 vehicles is \$156,621.96, (\$13,051.83 x 12 = \$156, 621.96).</div> <div>The Government QAR upon inspection/acceptance of the vehicles on CLIN 0001AB is to sign inspection/acceptance of the related FRET on this CLIN.</div> <div>(End of narrative B001)</div> <div>Inspection and Acceptance INSPECTION: Origin ACCEPTANCE: Origin</div> <div>Deliveries or Performance DLVR SCH PERFORM COMPL REL CD QUANTITY DATE 001 0 30-SEP-2006</div> <div>\$ 156,621.96</div>				\$ 156,621.96

Name of Offeror or Contractor: FREIGHTLINER LLC

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ ITEM MIPR	OBLG STAT/ ACRN JOB ORD NO	PRIOR AMOUNT	INCREASE/DECREASE AMOUNT	CUMULATIVE AMOUNT
0002AA	J642D562J6 51108385010 A14P50101CAA	AB 2 4ZHTAA	\$ 0.00	\$ 156,621.96	\$ 156,621.96
NET CHANGE				\$ 156,621.96	

SERVICE NAME	NET CHANGE BY ACRN	ACCOUNTING CLASSIFICATION	ACCOUNTING STATION	INCREASE/DECREASE AMOUNT
Army	AB	21 42035000041C1C03P511083252G S20113	W56HZV	\$ 156,621.96
NET CHANGE				\$ 156,621.96

	PRIOR AMOUNT OF AWARD	INCREASE/DECREASE AMOUNT	CUMULATIVE OBLIG AMT
NET CHANGE FOR AWARD:	\$ 6,732,030.60	\$ 156,621.96	\$ 6,888,652.56